UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURIFIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL
OMB Number: 3235-0076
Expires: May 31,2008
Estimated average burden
hours per response.....16.00

SEC USE ONLY								
Prefix	Serial							
DATE RECENED								
	1							

Name of Offering (check if this is an amendment and name ha	as changed, and in	dicate change	.)					
Flexible Premium Variable Universal Group Life Insurance Policy Filing Under (Check b ox(es) that apply): Rule 504 Rule Type of Filing: New Filing Amendment								
A. BASIC IDENT	IFICATION DA	TA		08049918				
1. Enter the information requested about the issuer								
Name of Issuer (check if this is an amendment and name has c	hanged, and indic	ate change.)						
Nationwide Private Placement Variable Account								
Address of Executive Offices (Number and Street, City, S	State, Zip Code)	Telephone N	Number (Includi	nber (Including Area Code)				
One Nationwide Plaza, Columbus, OH 43215		(614) 249-7111						
Address of Principal Business Operations Code) (if different from Executive Offices) (Number and Street,	, City, State, Zip	Telephone !	Number (Includi	ng Area Code)				
Brief Description of Business								
Variable Insurance Products			% F	PROCESSEN				
Type of Business Organization		,		ROCESSED				
corporation limited partnership, already formed	other (pleas	se specify)		MAY 2 0 2008				
business trust limited partnership, to be formed	Insurance Com	pany Separate	Account TH (DMSON REUTERS				
Year Actual or Estimated Date of Incorporation or Organization	Month Year			SHALL KENIEKS				
	[98]	Actual	Estimated					
Jurisdiction of Incorporation or Organization: (Enter two-letter U. CN for Canada; F1								

GENERAL INSTRUCTIONS:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION
Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.
A. BASIC IDENTIFICATION DATA
 Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers.
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Alutto, Joseph A.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Brocksmith, Jr. James G.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Eckel, Keith W.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Miller de Lombera, Martha J.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215

Check	Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
	ame (Last name firs	st, if individual)	· · · · · ·	<u></u>		
	ss or Residence Adationwide Plaza, Co		nd Street, City, State, Zip 215	Code)		
Check	Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
	nme (Last name firs all, Lydia M.	st, if individual)				
	ss or Residence Ad ationwide Plaza, Co		nd Street, City, State, Zip 215	Code)		
Check	Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
	ame (Last name fir orter, Donald L.	st, if individual)				
	ss or Residence Adationwide Plaza, C		nd Street, City, State, Zip 215	Code)		
	(Use I	blank sheet, or	copy and use addit	ional copies of this	sheet, as nece	essary)
			B. INFORMATION	ABOUT OFFERING	 	_
' 1. ⊩	lac the issuer sold	d or does the is	suer intend to sell, to i	on-accredited investe	are in this affer	ring? Yes No
			Answer also in App	endix, Column 2, if f	iling under UL	OĒ. 🗌 🛛
			that will be accepted nership of a single un			
J. <u>L</u>	ocs me offering	permit joint ow	nership of a shighe un		*******	
			or each person who ha			
			nilar remuneration for If a person to be listed			
			and/or with a state or			
			isted are associated pe	rsons of such a broke	r or dealer, you	ı may set
	ame (Last name fir		ter or dealer only.			
Findle	y, Craig		10: 0: 0: 0: 0:		<u> </u>	
	ess or Residence Ad West Central Avenu	`	nd Street, City, State, Zij 617	o Code)		
	of Associated Brol	er or Dealer				
	ll Lynch in Which Person L	isted Has Solicite	d or Intends to Solicit Pu	irchasers		
	(Check "All Sta	tes" or check indi	vidual States)			All States
					····	
AL	_ AK	AZ AR	CA CO	CT DE [OC FL	GA HI ID
IL	IN [IA KS	KY LA	ME MD N	MA MI	MN MS MC
M'	Γ NE	NV NH	NJ NM	NY NC N	ID OH	OK OR PA
RI	SC	SD TN	TX UT	VT VA V	VA WV	WI WY PR

Full Name (Last name first, if individual) Dayton, Kenneth Business or Residence Address (Number and Street, City, State, Zip Code) 300 International Parkway, Suite 270, Heathrow FL 32746 Name of Associated Broker or Dealer Newport Group											
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)											tes
AL	AZ	AR	CA	СО	СТ	DE	DC	FL	GA	HI	ID
IL IN	lA	KS	KY	I.A.	ME	MD	MA	MI	MN	MS	МО
MT NE	NV	NH	NJ	NM	NY	NC	ND	OH X	ОК	OR	PA
RI SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Full Name (Last 1	Sect 161	. 41. 24 15									
Business or Resid			nd Street, (City, State,	Zip Code)				•••		
Name of Associa	ed Broker or l	Dealer		•							
States in Which F (Check	erson Listed I 'All States'' or								,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	. All Sta	tes
AL A	AZ	AR	CA	СО	СТ	DE	DC	FL	GA	НІ	ID
IL IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	МО
MT	NV	NH	NJ	NM	NY	NC	ND	ОН	OK	OR	PA
RI SC	SD	TN	TX	UT	VT	VA	WA	WV	wı	WY	PR

(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF I	PROCEEDS	
	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter .0. if the answer is .none. or .zero If the transaction is an exchange offering, check this box \(\subseteq \) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$	\$
	Equity	\$	\$
	Common Preferred	<u> </u>	<u> </u>
	Convertible Securities (including warrants)	\$	S
	Partnership Interests.	\$	\$
	Other (Specify: Variable Life Insurance	\$22,555,553	\$14,096,294
	Policy)	422 ,555,555	4. 1,020,23.
	Total	\$22,555,553	\$14,096,294
	Answer also in Appendix, Column 3, if filing under ULOE.		
	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
	then parentases on the total mies. Enter of it answer is mone of zero.	Number	Aggregate
		Investors	Dollar Amount
		HIVESTOIS	Of Purchases
	Accredited Investors	1	\$14,096,294
	Non-accredited Investors.	•	\$
	Total (for filings under Rule 504 only)	1	\$14,096,294
	Answer also in Appendix, Column 4, if filing under ULOE.		, , ,
).	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1.	Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505		\$
	Regulation A		S
	Rule 504		\$
	Total		\$
	- Powership and the Configuration of the Configurat		
•	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is		
	not know, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		s
	Printing and Engraving Costs		S
	Legal Fees.		s
	Accounting Fees	ñ	\$
	Engineering Fees	Ħ	\$
	Sales Commissions (specify finder's fees separately)	Ħ	\$869,315
	Other Expenses (identify)	Ħ	\$
	Total	ă	\$869,315
	b. Enter the difference between the aggregate offering price given in		
	response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$21,686,238

5.	or proposed to be use any purpose is not kn of the estimate. The	d for each of the pur own, furnish an esti- total of the payment	I gross proceed to the issuer used poses show. If the amount for mate and check the box to the left is listed must equal the adjusted ponse to Part C – Question 4.b.		-
	2007C .			Payments to Officers, Directors, & Affiliates	Payments to Others
				□\$	□s
	Purchase, rental or	leasing and install	ation of machinery	□s	□*
			ings and facilities		□\$ □\$
			iding the value of securities		
	involved in this off	ering that may be	used in exchange for the assets		
		•		<u></u>	
	Working capital	***************************************		<u></u> s	
	Other (specify): _				
				□s	□s
	Column Totals			s	s
	Total Payments Lis	sted (column totals	added)	□ \$	
		D. FEDERA	AL SIGNATURE		
is filed unde U.S. Securiti	r Rule 505, the follo es and Exchange Co	wing signature commission, upon v	by the undersigned duly authorized postitutes an undertaking by the written request of its staff, the in paragraph (b)(2) of Rule 502.	issuer to furnish	to the
Issuer (Print Nationwide I Variable Acc	Private Placement	Signature	Van Der	5/8/ %	
Name of Sign April VanDe	ner (Print or Type) rvort	Title of Signer (I Associate Vice F			
			ATTENTION		
Inter	itional misstatements	or omissions of fac	t constitute federal criminal violati	ons. (See 18 U.S	.C. 1001.)

E. STATE SIGNATURE											
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes No provisions of such rule?										
See Appendix, Column 5, for state response.											
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.										
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.										
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.										
	read this notification and knows the contents to be true and has duly caused this notice to be signed on e undersigned duly authorized person.										
Issuer (Print or Type) Nationwide Private Placement Variable Account Signature Opul Van Devo 5/8/08											

Instruction:

April VanDervort

Name of Signer (Print or Type)

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Title of Signer (Print or Type)

Associate Vice President

				A	PPENDIX			· · · · · · · · · · · · · · · · · · ·	
	ļ	2	3			4		5	
	to nor	Intended to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)		Ту	Type of investor and amount purchased in State (Part C-Item2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
AL									
AK									
AZ					•				
AR									
CA									

CO			Ī								
CT								<u> </u>	十一		
	┝╪╌								┾╌┾╣╌╴	├── ╤═	
DE	4	<u> </u>							│ 		
DC		<u> </u>							$oxed{oxed}$		
FL			-		1			ļ			
GA	ΠÏ										
HI	Ħ	一声							╁╄╴		
ID	Ħ	H	-+					· · · · · · · · · · · · · · · · · · ·	┾┼┼	├─╏	
110	ᄴ	片							├ -		
IL									🗀	1 📙	
12		<u> </u>									
IN						•	·				
IA	\sqcap										
KS	 	一片	\dashv						╁┾		
	 -	⊢⊢	-+						++	 	
KY	Щ					 			<u> </u>	$\sqcup \sqcup \sqcup$	
LA									<u> </u>		
ME			T								
MD	Ī		\neg								
MA	Ħ	 	-						 	 	
	┝╞┼	⊢뭐					 		┼┼┼┼	┝╞╣╾╿	
MI	片	⊢屵	!						 	┝┡┩	
MN		ᆜ	ļ						<u> </u>	╽	
MS											
MO											
MT			\neg								
NE	 -		\dashv	•					╅	┝╞┽┤	
1	片		\dashv						╢╌╠╣┈	┞╌╠ ╌┦	
NV	Ш						ļ		<u> </u>		
NH									<u> </u>		
NJ											
NM	П										
NY	Ħ								 		
NC	-	 	-						╢┼┼	┾╬┥	
		 - 							 	 	
ND	1111	$\vdash \vdash$							<u> </u>	<u> </u>	
011]	Variable Life							
ОН			- 1	Insurance	1	14,096,294			-		
OI	\vdash			22,555,553					 	 	
OK	 	┝╼╌┡╡							<u> _</u>	<u> </u>	
OR		ليل						<u> </u>	<u> </u>	oxdot	
						PPENDIX					
_						LIBIDIA			i		
1		2		<u> </u>			4				
'	1	2		3			4		'	,	
	Inte	nded to s	ell	_					Disquali	ification	
		n-accredi		Type of security					under	State	
1	1	tors in St		and aggregate					ULOE		
		t B-Item		offering price offered in state	Ty	pe of investor	and amount purchased	in State	atta	ich	
				(Part C-Item 1)	_	(Part C-Item2)		explana waiver g	ation of	
				(rance-nem r)		()					
<u> </u>						, 		1	(Part E-		
									Yes	No	
State	Yes	No			Number of	1	Number of	1			
State	1 62	170			Accredited		Non-Accredited		1		
		<u> </u>			Investors	Amount	Investors	Amount			
PA								1] 🔲 🗍	
RI											
SC	\Box			•	İ				 		
<u>SD</u>	$\vdash \exists$	\vdash \vdash				 				╁╌╠╧┤	

TN]
TX										Г
UT]
VT										Ī
VA			Ħ							Ţ
WA	Ħ	- 	Ħ	<u> </u>					Ī	İ
WV			₩						丁	İ
WI	╬		Ħ							İΤ
WY	┢		Ħ						┲	Ĺ
PR	╅	 	十一						Ħ	╁
Check I	Box(e:	s) that	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or		_
								Managing Partn	er	
Full Na Miller,			me first,	if individual)						_
				ress (Number and umbus, OH 432	d Street, City, State, Zip 15	Code)		,, ,		_
Check I	Box(e	s) that	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partn		_
Full Nat Patterso			me first,	if individual)						_
				ress (Number and umbus, OH 432	d Street, City, State, Zip 15	Code)				_
Check I	Зох(е	s) that	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partr		
Full Na Prothro			me first	if individual)						_
				ress (Number and umbus, OH 432	d Street, City, State, Zip 15	Code)				_
Check I	Зох(е	s) that	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partr		_
Full Na Shisler,			me first	, if individual)						_
				ress (Number and umbus, OH 432	d Street, City, State, Zip 15	Code)				_
Check I	Box(e	s) that	Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partr		_
Full Na Shumat	•		me first	, if individual)						
				ress (Number an umbus, OH 432	d Street, City, State, Zip	Code)				_

